

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
YELLOW CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 23-11069 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Re: Docket Nos. 10 and 178</b>

**CERTIFICATION OF COUNSEL REGARDING FINAL ORDER (I) AUTHORIZING  
THE DEBTORS TO (A) CONTINUE TO OPERATE  
THEIR CASH MANAGEMENT SYSTEMS, (B) HONOR  
CERTAIN PREPETITION OBLIGATIONS RELATED THERETO,  
(C) MAINTAIN EXISTING BUSINESS FORMS, AND (D) PERFORM  
INTERCOMPANY TRANSACTIONS, AND (II) GRANTING RELATED RELIEF**

The undersigned hereby certifies that:

1. On August 7, 2023, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Relating Thereto, (C) Maintain Existing Business Forms, and (D) Perform Intercompany Transactions and (II) Granting Related Relief* (the “Motion”) [Docket No. 10].

<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

2. On August 9, 2023, the Court entered the *Interim Order (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Relating Thereto, (C) Maintain Existing Business Forms, and (D) Perform Intercompany Transactions and (II) Granting Related Relief* (the “Interim Order”) [Docket No. 178].

3. The deadline to respond with respect to final relief sought in the Motion was August 31, 2023 at 4:00 p.m. Eastern Time (the “Objection Deadline”).

4. The Debtors circulated a proposal form of final order to the Office of the United States Trustee, counsel to the Official Committee of Unsecured Creditors, the Junior DIP Lender, the B-2 Lenders, the ABL Agent, the United States Department of the Treasury, and the UST Tranche A Agent and UST Tranche B Agent (the “Reviewing Parties”).

5. Attached hereto as Exhibit A is a revised proposed form of final order (the “Revised Proposed Final Order”) that has been circulated to the Reviewing Parties, which do not object to entry of the order. Attached hereto as Exhibit B is a redline of the Revised Proposed Final Order showing changes against the final order filed with the Motion.

6. Accordingly, the Debtors respectfully request entry of the Revised Proposed Final Order at the Court’s earliest convenience.

*[Remainder of Page Intentionally Left Blank]*

Dated: September 12, 2023  
Wilmington, Delaware

*/s/ Laura Davis Jones*

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